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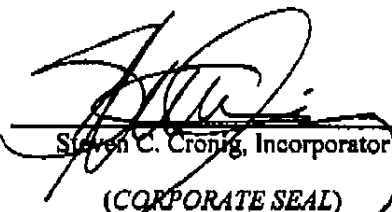
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Monday, December 14, 2009

**FIRST AMENDMENT TO ARTICLES OF INCORPORATION
OF SIMCOE CAPITAL INCORPORATED**

Steven C. Cronig, as the Incorporator of Simcoe Capital Incorporated, a corporation originally organized under the laws of the State of Florida on December 10, 2009, Document #P09000099806 (the "Corporation") hereby makes, swears, certifies and files the following amendment to the Corporation's articles of incorporation, which has been adopted and is effective as of December 14, 2009. This amendment was approved by the unanimous action of the sole shareholder, director and officer on December 14, 2009 for the purpose of correcting a scrivener's error.

Article 12(d) of the filed Articles is deleted. Article 12(e) of the filed Articles is re-numbered as Article 12(d). In all other respects, the Articles remain unchanged and in full force and effect.

IN WITNESS WHEREOF, the undersigned has caused this First Amendment to be executed the 14th day of December 2009 at Miami, Florida.



Steven C. Cronig, Incorporator
(CORPORATE SEAL)

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This instrument prepared by:
Steven C. Cronig, Esquire
Adorno & Yoss, LLP.
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Fourth Floor
Miami, Florida 33134
Telephone (305) 460.1121

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